

IN THE UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

AFFIDAVIT OF SERVICE

I, Evan Gershbein, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants, LLC, the Court appointed claims and noticing agent for the Debtors in the above-captioned cases.

On March 29, 2007, I caused to be served the documents listed below (i) upon the parties listed on Exhibit A hereto via overnight delivery, (ii) upon the parties listed on Exhibit B hereto via electronic notification, (iii) upon the parties listed on Exhibit C hereto via electronic notification and (iv) upon the parties listed on Exhibit D hereto via postage pre-paid U.S. mail:

- 1) Second Supplemental Order Under 11 U.S.C. Sections 105 and 363 Authorizing the Debtors to Continue AIP for First Half 2007 ("Second Supplemental AIP Order") (Docket No. 7474) [a copy of which is attached hereto as Exhibit E]
- 2) Ex Parte Application Under 11 U.S.C. Section 107(b) and Fed. R. Bankr. P. 9018 for Order Authorizing Debtors to File Redacted Version of Finance Outsourcing Agreement ("Finance Outsourcing Redaction Application") (Docket No. 7475) [a copy of which is attached hereto as Exhibit F]
- 3) Order Under 11 U.S.C. Section 107(b) and Fed. R. Bankr. P. 9018 Authorizing Debtors to File Redacted Version of Finance Outsourcing Agreement ("Finance Outsourcing Redaction Order") (Docket No. 7476) [a copy of which is attached hereto as Exhibit G]
- 4) Notice of Change of Omnibus Hearing Date (Docket No. 7477) [a copy of which is attached hereto as Exhibit H]
- 5) Notice of Change of Hearing Date of Fourth Fee and Expense Applications of Professionals (Docket No. 7478) [a copy of which is attached hereto as Exhibit I]

- 6) Fourth Interim Application of Rothschild Inc. for Compensation and Reimbursement of Expenses for the Period October 1, 2006 - January 31, 2007 (Docket No. 7479) [a copy of which is attached hereto as Exhibit J]

On March 29, 2007, I caused to be served the document listed below upon the parties listed on Exhibit K hereto via overnight delivery:

- 7) Second Supplemental Order Under 11 U.S.C. Sections 105 and 363 Authorizing the Debtors to Continue AIP for First Half 2007 ("Second Supplemental AIP Order") (Docket No. 7474) [a copy of which is attached hereto as Exhibit E]

On March 29, 2007, I caused to be served the documents listed below upon the parties listed on Exhibit L hereto via overnight delivery:

- 8) Ex Parte Application Under 11 U.S.C. Section 107(b) and Fed. R. Bankr. P. 9018 for Order Authorizing Debtors to File Redacted Version of Finance Outsourcing Agreement ("Finance Outsourcing Redaction Application") (Docket No. 7475) [a copy of which is attached hereto as Exhibit F]
- 9) Order Under 11 U.S.C. Section 107(b) and Fed. R. Bankr. P. 9018 Authorizing Debtors to File Redacted Version of Finance Outsourcing Agreement ("Finance Outsourcing Redaction Order") (Docket No. 7476) [a copy of which is attached hereto as Exhibit G]

Dated: April 2, 2007

/s/ Evan Gershbein  
Evan Gershbein

Subscribed and sworn to (or affirmed) before me on this 2nd day of April, 2007, by Evan Gershbein, personally known to me or proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: /s/ Shannon J. Spencer

Commission Expires: 6/20/10

# **EXHIBIT A**

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	FAX	EMAIL	PARTY / FUNCTION
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Delphi Corporation	Sean Corcoran, Karen Craft	5725 Delphi Drive		Troy	MI	48098	248-813-2000	248-813-2491	<a href="mailto:sean.p.corcoran@delphi.com">sean.p.corcoran@delphi.com</a> <a href="mailto:karen.i.craft@delphi.com">karen.i.craft@delphi.com</a>	Debtors
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Flextronics International Flextronics International USA, Inc.	Carrie L. Schiff Paul W. Anderson	305 Interlocken Parkway 2090 Fortune Drive		Broomfield San Jose	CO CA	80021 95131	303-927-4853 408-428-1308	303-652-4716	<a href="mailto:cschiff@flextronics.com">cschiff@flextronics.com</a> <a href="mailto:paul.anderson@flextronics.com">paul.anderson@flextronics.com</a>	Counsel to Flextronics International Counsel to Flextronics International USA, Inc.
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Tyco Electronics Corporation	MaryAnn Brereton, Assistant General Counsel	60 Columbia Road		Morristown	NJ	7960	973-656-8365	973-656-8805 212-668-2255 does not take service via fax		Creditor Committee Member
United States Trustee	Alicia M. Leonhard	33 Whitehall Street	21st Floor	New York	NY	10004-2112	212-510-0500			Counsel to United States Trustee
Warner Stevens, L.L.P.	Michael D. Warner	1700 City Center Tower II	301 Commerce Street	Fort Worth	TX	76102	817-810-5250	817-810-5255	<a href="mailto:mwarner@warnerstevens.com">mwarner@warnerstevens.com</a>	Proposed Conflicts Counsel to the Official Committee of Unsecured Creditors
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## **EXHIBIT B**

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# **EXHIBIT E**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X  
In re : Chapter 11  
DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)  
Debtors. : (Jointly Administered)  
----- X

SECOND SUPPLEMENTAL ORDER UNDER 11 U.S.C. §§ 105 AND 363  
AUTHORIZING THE DEBTORS TO CONTINUE AIP FOR FIRST HALF 2007

("SECOND SUPPLEMENTAL AIP ORDER")

Upon the Second Supplement To KECP Motion (Docket No. 213) Seeking Authority To Continue AIP For First Half 2007 (the "Second Supplement"), dated March 12, 2007, of Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"); and upon the declarations of Nick Bubnovich, John D. Sheehan, and Craig G. Naylor, each executed March 12, 2007; and after consideration of the objections to the Second Supplement; and upon the record of the hearing held on March 22, 2007 on the relief requested in the Second Supplement, including the Court's consideration of the testimony and exhibits; and this Court having determined that the relief requested in the Second Supplement is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest; and this Court having entered an Order Under 11 U.S.C. §§ 105 And 363 Authorizing The Debtors To Implement A Short-Term Annual Incentive Program (Docket No. 2441) ("AIP Order"), dated February 17, 2006, and an Order Under 11 U.S.C. §§ 105 And 363 Authorizing The Debtors To: (A) Fix Second Half 2006 AIP Targets And Continue AIP Program And (B) Further Adjourn KECP Emergence Incentive Program Hearing (Docket No. 4660) (the "Supplemental AIP Order" and together with the "AIP Order,"

the "AIP Orders")<sup>1</sup>; and it appearing that proper and adequate notice of the Second Supplement was given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT:

A. The Debtors have exercised reasonable business judgment in seeking the authority to implement a semi-annual incentive plan covering at-risk executive performance compensation ("AIP") for the six-month period running from January 1, 2007 through June 30, 2007.

B. The Debtors' proposal to implement the AIP covering the first half of 2007 was proposed in good faith and is in all respects fair and reasonable.

C. It is in the best interest of the Debtors, their estates, their creditors, and parties-in-interest, and it is necessary to the Debtors' reorganization efforts, that the Debtors implement at this time an AIP for the period from January 1, 2007 through June 30, 2007.

IT IS ORDERED, ADJUDGED, AND DECREED THAT:

The AIP Order shall continue in full force and effect except as follows:

1. The relief requested in the Second Supplement is GRANTED as provided herein.
2. The Court approves the implementation at this time of an AIP covering the six-month period from January 1, 2007 through June 30, 2007, and the Debtors are authorized, pursuant to 11 U.S.C. §§ 105(a) and 363(b)(1), to forthwith take all actions consistent with this Second Supplemental AIP Order that are reasonably necessary to implement an AIP for that

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<sup>1</sup> The KECP Motion, as it relates to the KECP Emergence Incentive Program, has been voluntarily withdrawn from the agenda in order to be incorporated into the Debtors' plan of reorganization and would need to be re-noticed under the Case Management Order to be reinstated on the agenda for consideration on a stand-alone basis outside of the plan confirmation process..

period on the terms and conditions set forth in the AIP Orders; provided, however, that the range of incentive-compensation opportunities for Covered Employees during that period shall be determined pursuant to the payout curves attached hereto as Exhibit 1, which do not include any incentive-compensation opportunities for corporate or divisional performance that is below target. Subject to the adjustments provided in paragraph 3 of this Order, (a) the EBITDAR target for the AIP covering the period from January 1, 2007 through June 30, 2007 shall be set at \$124.1 million and (b) the OIBITDAR targets for the same period shall be as follows: (i) Powertrain, \$124.7 million; (ii) Steering, \$40.4 million; (iii) Thermal Systems, \$50.3 million; (iv) Electronics and Safety, \$281.3 million; (v) Electrical/Electronic Architecture, \$108.1 million; (vi) Product and Service Solution, \$5.6 million; and (vii) Automotive Holdings Group, negative \$140.4 million.

3. For purposes of the AIP covering the period from January 1, 2007 through June 30, 2007, the costs or savings resulting from the terms of any agreements with the Debtors' U.S. labor unions to modify current collective bargaining agreements and/or General Motors Corporation ("GM") regarding transformation plan contributions by GM will be excluded from the Debtors' EBITDAR and OIBITDAR results on a dollar-for-dollar basis. That is, any costs or savings resulting from such agreements shall not affect (positively or negatively) payments under the AIP. Divisional OIBITDAR targets may also be adjusted (no other adjustments to occur) based on the allocation of income and expense among divisions in the ordinary course of business.

4. Not later than ten business days prior to the proposed date for the payment of any at-risk performance compensation under the AIP, the Debtors shall review with the

Official Committee of Unsecured Creditors any adjustments under paragraph 3 of this Second Supplemental AIP Order.

5. The hearing on continuing the AIP for the performance period from July 1, 2007 through December 31, 2007 is adjourned to the July 19, 2007 omnibus hearing and shall be subject to notice to interested parties and an opportunity to object. Continuing the AIP for any additional performance period after December 31, 2007 shall be subject to notice to interested parties and an opportunity to object.

6. This Court shall retain jurisdiction over the Debtors and the Covered Employees participating in any AIP implemented pursuant to this Second Supplemental AIP Order, including without limitation for the purposes of interpreting, implementing, and enforcing the terms and conditions of any such AIP.

7. The requirement under Rule 9013-1(b) of the Local Rules for the United States Bankruptcy Court for the Southern District of New York for the service and filing of a separate memorandum of law is satisfied by the Second Supplement.

8. Capitalized terms not separately defined herein shall have the meanings ascribed to them in the AIP Orders.

Dated: New York, New York  
March 29, 2007

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE



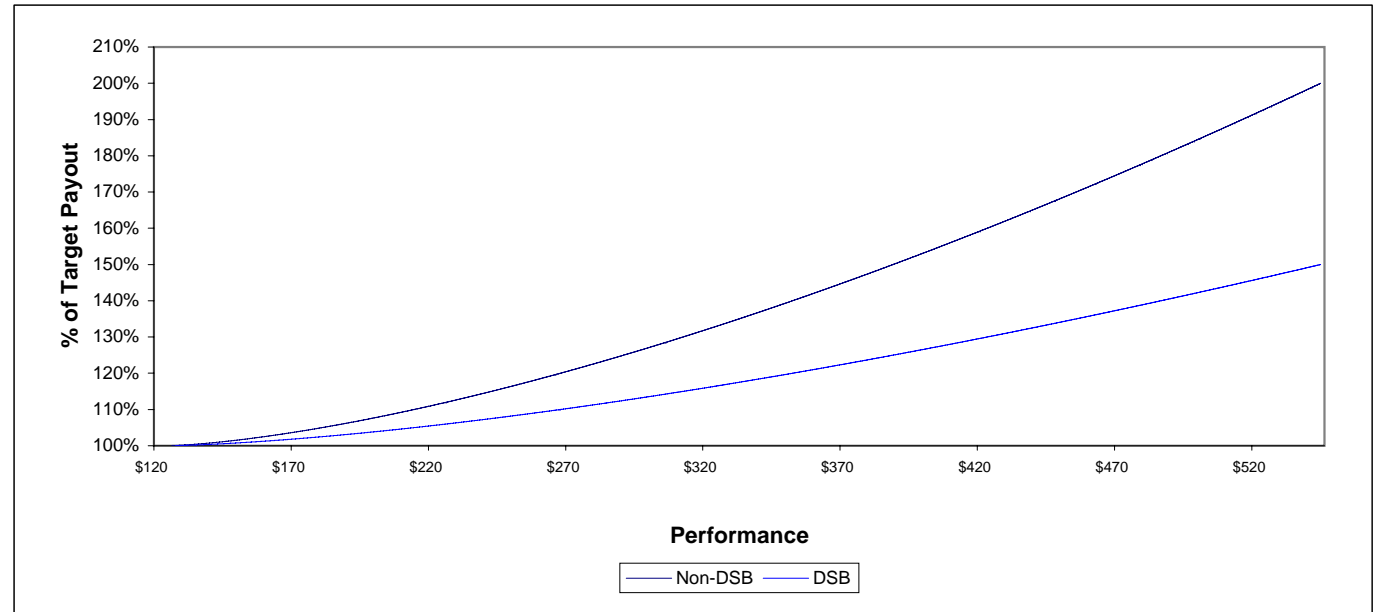
Exhibit 1

Payout Curves  
AIP For First Half 2007

DELPHI CORPORATION

Proposed 1st 2007 6-month **Corporate EBITDAR** AIP Payout Curve

Non-DSB		DSB	
Payout	Performance	Payout	Performance
100%	\$124.1	100%	\$124.1
110%	\$211.5	105%	\$208.1
120%	\$265.5	110%	\$262.8
130%	\$310.5	115%	\$308.2
140%	\$350.6	120%	\$348.5
150%	\$387.4	125%	\$385.5
160%	\$421.8	130%	\$420.0
170%	\$454.3	135%	\$452.6
180%	\$485.3	140%	\$483.6
190%	\$515.0	145%	\$513.4
200%	\$545.1	150%	\$545.1

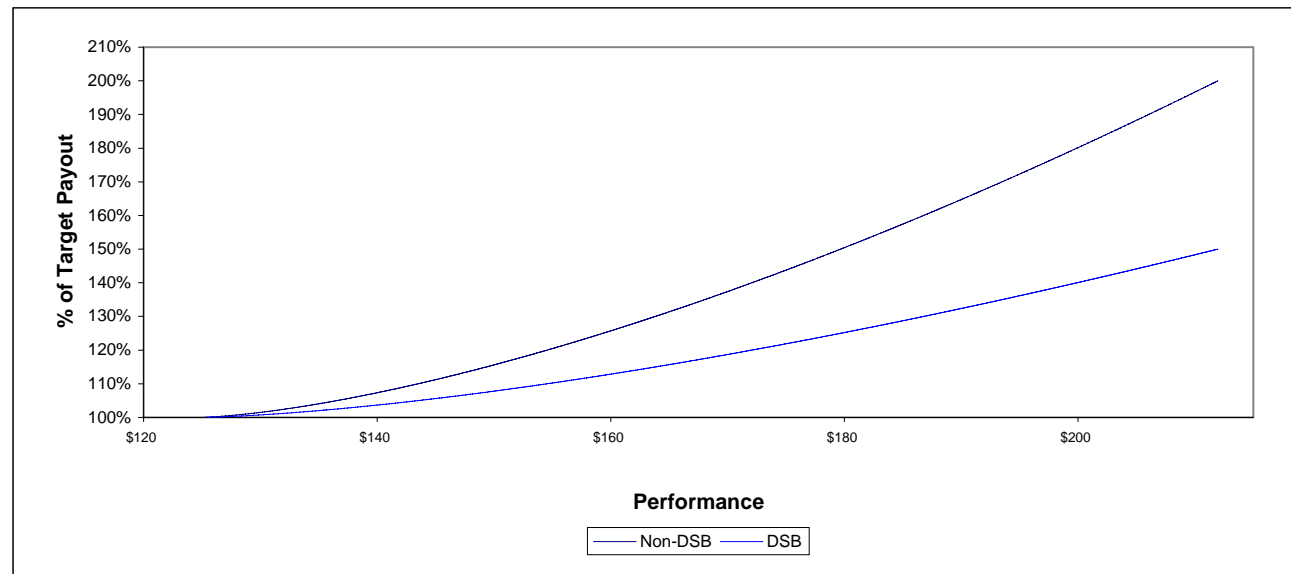


	Target	Maximum
EBITDAR	\$124.1	\$545.1
Performance %	100%	200%
Payout %	100%	200% / 150% DSB

DELPHI CORPORATION

Proposed 1st 2007 6-month **Powertrain OIBITDAR** AIP Payout Curve

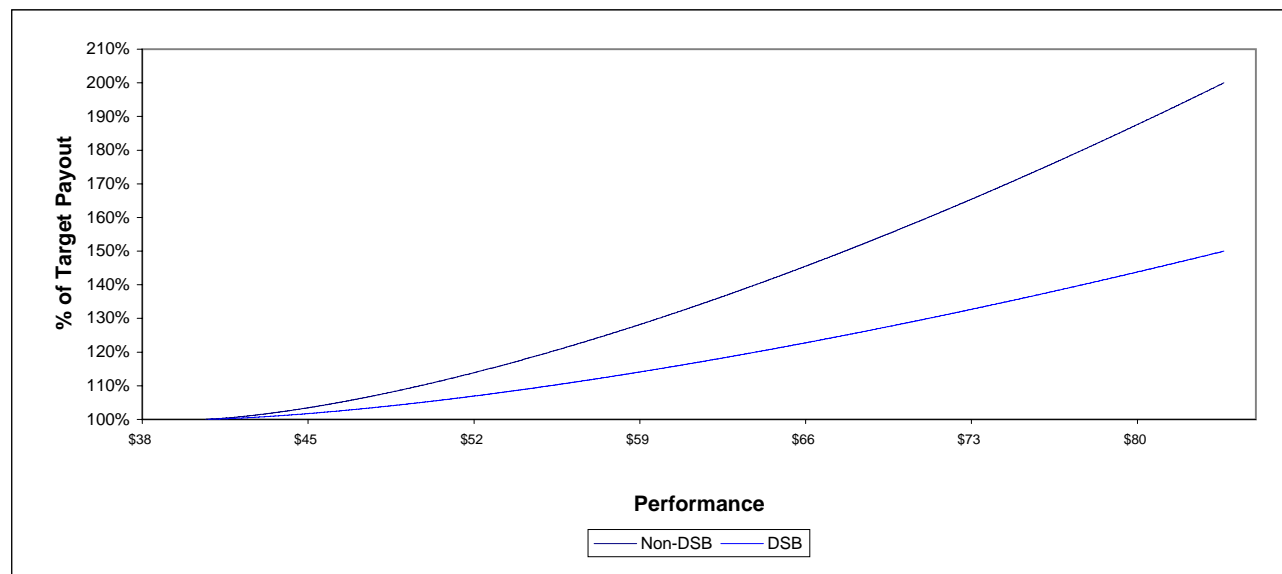
Non-DSB		DSB	
Payout	Performance	Payout	Performance
100%	\$124.70	100%	\$124.70
110%	\$142.85	105%	\$142.10
120%	\$154.00	110%	\$153.45
130%	\$163.35	115%	\$162.85
140%	\$171.65	120%	\$171.20
150%	\$179.30	125%	\$178.90
160%	\$186.40	130%	\$186.05
170%	\$193.15	135%	\$192.80
180%	\$199.55	140%	\$199.20
190%	\$205.75	145%	\$205.40
200%	\$211.95	150%	\$211.95



	Target	Maximum
OIBITDAR	\$124.7	\$212.0
Performance %	100%	200%
Payout %	100%	200% / 150% DSB

DELPHI CORPORATION  
Proposed 1st 2007 6-month **Steering OIBITDAR** AIP Payout Curve

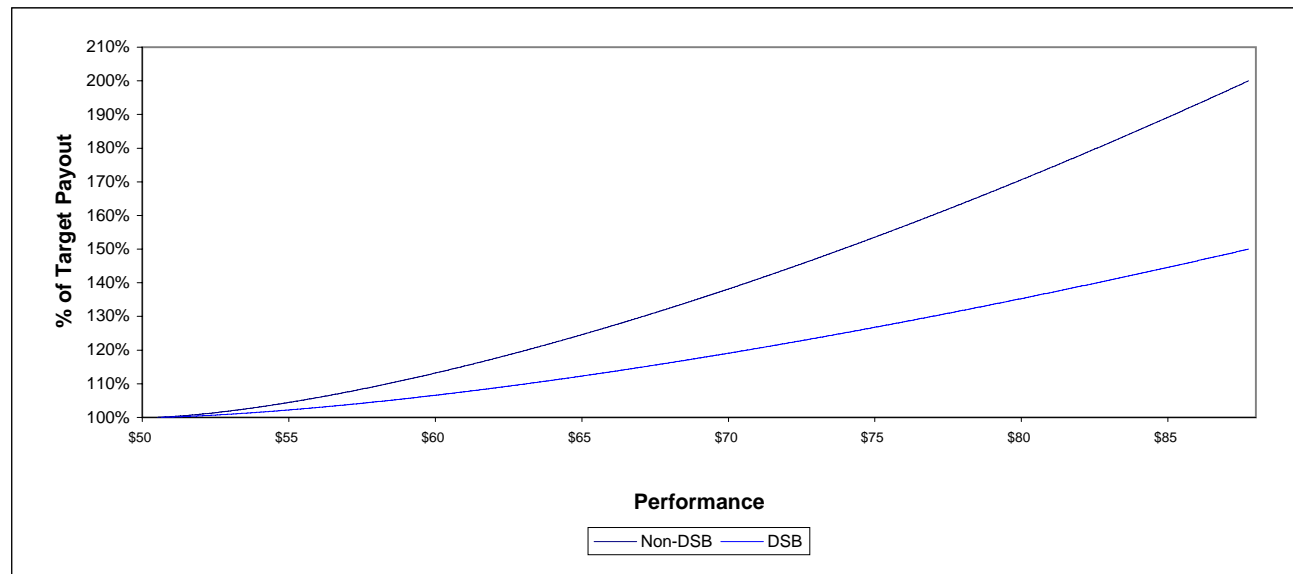
Non-DSB		DSB	
Payout	Performance	Payout	Performance
100%	\$40.40	100%	\$40.40
110%	\$49.40	105%	\$49.05
120%	\$54.95	110%	\$54.65
130%	\$59.55	115%	\$59.35
140%	\$63.70	120%	\$63.45
150%	\$67.45	125%	\$67.25
160%	\$71.00	130%	\$70.80
170%	\$74.35	135%	\$74.15
180%	\$77.55	140%	\$77.35
190%	\$80.60	145%	\$80.40
200%	\$83.65	150%	\$83.65



	Target	Maximum
OIBITDAR	\$40.4	\$83.6
Performance %	100%	200%
Payout %	100%	200% / 150% DSB

DELPHI CORPORATION  
Proposed 1st 2007 6-month **Thermal OIBITDAR** AIP Payout Curve

Non-DSB		DSB	
Payout	Performance	Payout	Performance
100%	\$50.30	100%	\$50.30
110%	\$58.10	105%	\$57.80
120%	\$62.90	110%	\$62.65
130%	\$66.90	115%	\$66.70
140%	\$70.45	120%	\$70.30
150%	\$73.75	125%	\$73.55
160%	\$76.80	130%	\$76.65
170%	\$79.70	135%	\$79.55
180%	\$82.45	140%	\$82.30
190%	\$85.10	145%	\$84.95
200%	\$87.75	150%	\$87.75

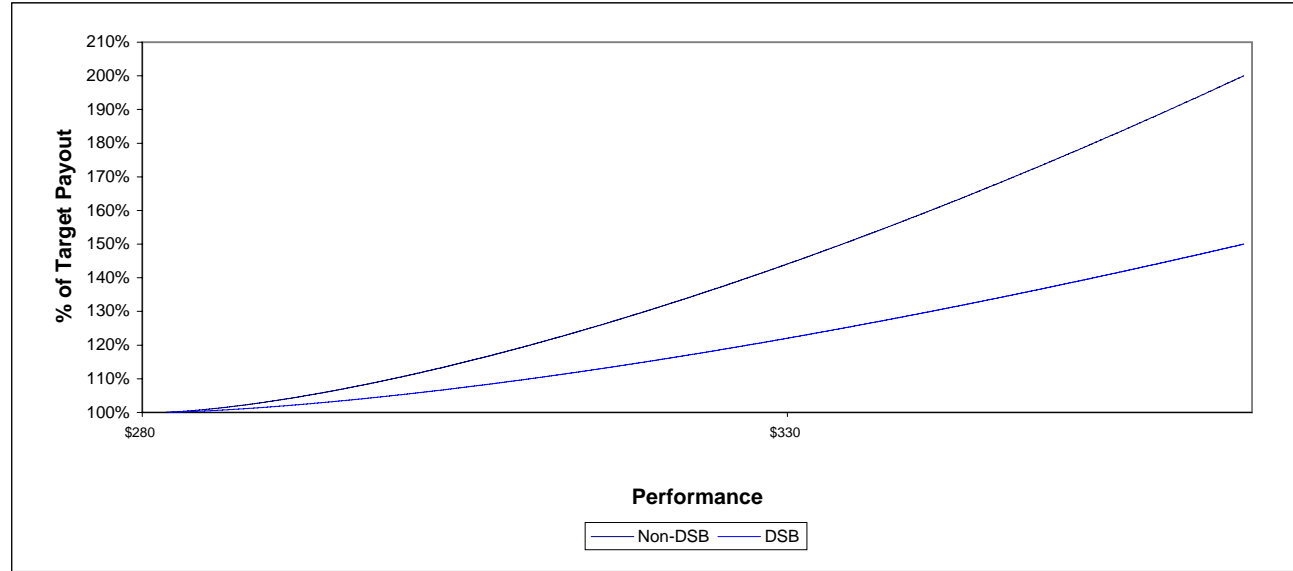


	Target	Maximum
OIBITDAR	\$50.3	\$87.7
Performance %	100%	200%
Payout %	100%	200% / 150% DSB

DELPHI CORPORATION

Proposed 1st 2007 6-month **Electronics & Safety OIBITDAR** AIP Payout Curve

Non-DSB		DSB	
Payout	Performance	Payout	Performance
100%	\$281.30	100%	\$281.30
110%	\$298.75	105%	\$298.10
120%	\$309.55	110%	\$309.00
130%	\$318.50	115%	\$318.05
140%	\$326.55	120%	\$326.10
150%	\$333.90	125%	\$333.50
160%	\$340.75	130%	\$340.40
170%	\$347.25	135%	\$346.90
180%	\$353.40	140%	\$353.10
190%	\$359.35	145%	\$359.00
200%	\$365.35	150%	\$365.35

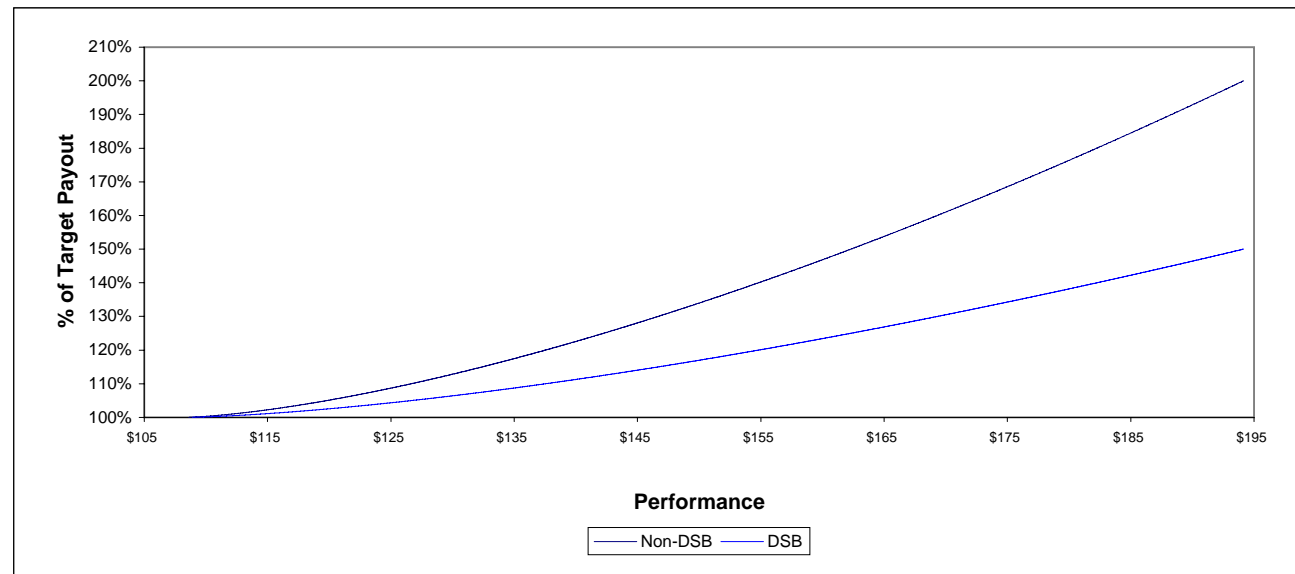


	Target	Maximum
OIBITDAR	\$281.3	\$365.4
Performance %	100%	200%
Payout %	100%	200% / 150% DSB

DELPHI CORPORATION

Proposed 1st 2007 6-month **Electrical / Electronic Architecture OIBITDAR** AIP Payout Curve

Non-DSB		DSB	
Payout	Performance	Payout	Performance
100%	\$108.10	100%	\$108.10
110%	\$126.00	105%	\$125.30
120%	\$137.00	110%	\$136.45
130%	\$146.20	115%	\$145.75
140%	\$154.40	120%	\$153.95
150%	\$161.95	125%	\$161.55
160%	\$168.95	130%	\$168.60
170%	\$175.60	135%	\$175.25
180%	\$181.95	140%	\$181.60
190%	\$188.00	145%	\$187.65
200%	\$194.14	150%	\$194.14

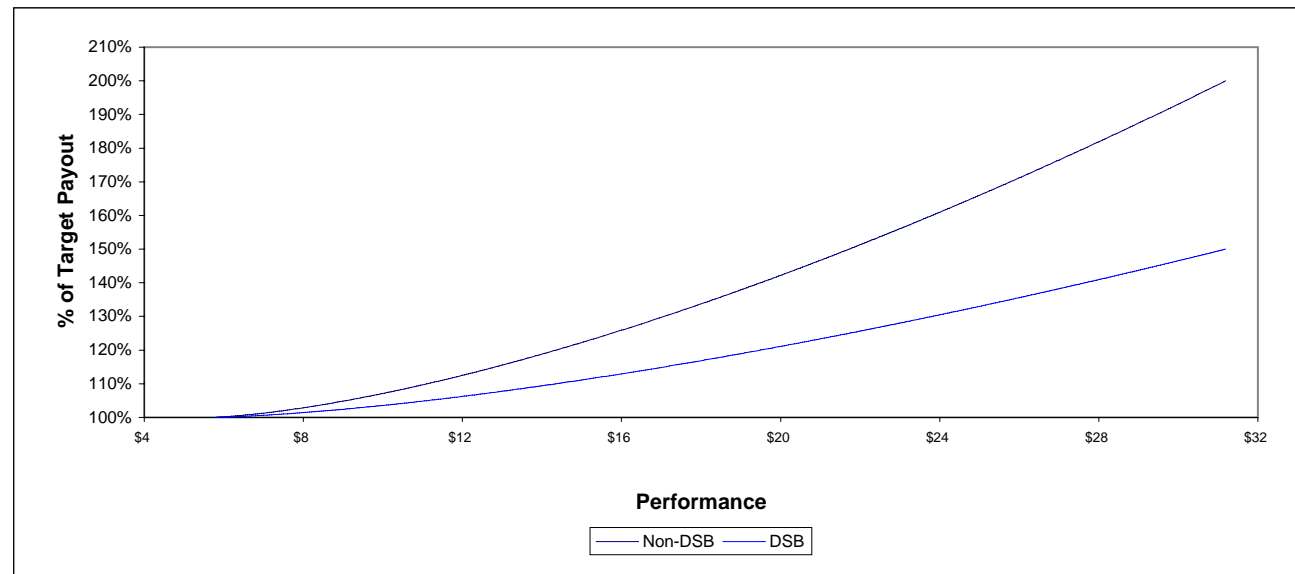


	Target	Maximum
OIBITDAR	\$108.1	\$194.1
Performance %	100%	200%
Payout %	100%	200% / 150% DSB

DELPHI CORPORATION

Proposed 1st 2007 6-month **Product Service Solutions OIBITDAR** AIP Payout Curve

Non-DSB		DSB	
Payout	Performance	Payout	Performance
100%	\$5.60	100%	\$5.60
110%	\$10.95	105%	\$10.75
120%	\$14.20	110%	\$14.05
130%	\$16.95	115%	\$16.80
140%	\$19.40	120%	\$19.25
150%	\$21.65	125%	\$21.50
160%	\$23.70	130%	\$23.60
170%	\$25.70	135%	\$25.60
180%	\$27.60	140%	\$27.50
190%	\$29.40	145%	\$29.30
200%	\$31.19	150%	\$31.19



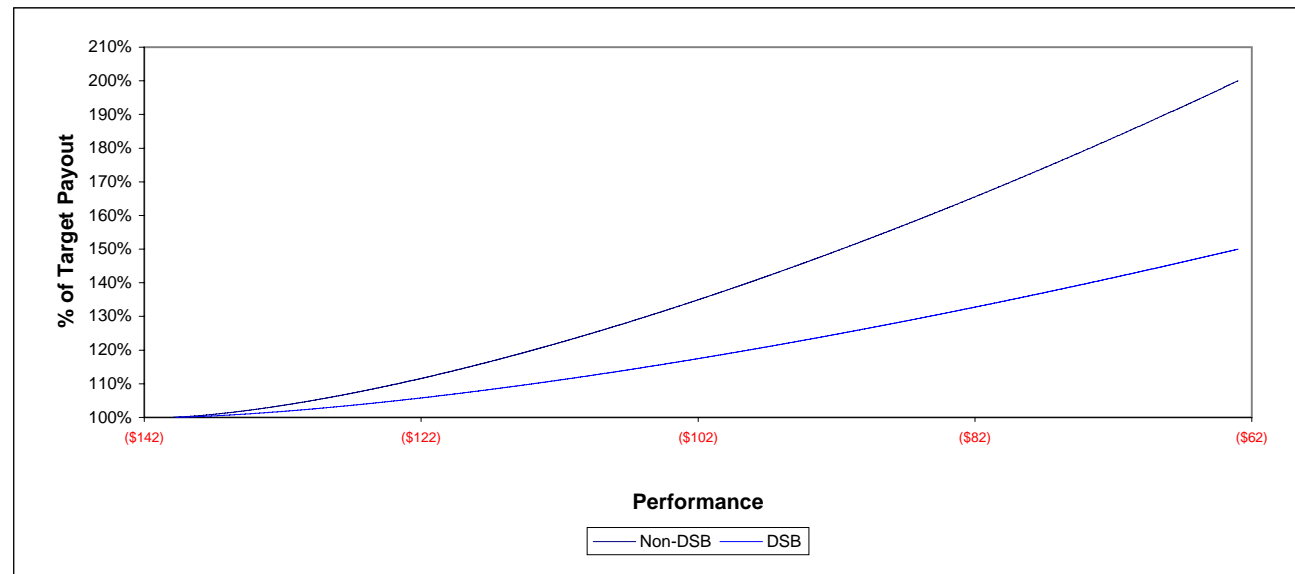
	Target	Maximum
OIBITDAR	\$5.6	\$31.2
Performance %	100%	200%
Payout %	100%	200% / 150% DSB



DELPHI CORPORATION

Proposed 1st 2007 6-month Automotive Holdings Group OIBITDAR AIP Payout Curve

Non-DSB		DSB	
Payout	Performance	Payout	Performance
100%	(\$140.40)	100%	(\$140.40)
110%	(\$124.30)	105%	(\$124.95)
120%	(\$114.40)	110%	(\$114.90)
130%	(\$106.10)	115%	(\$106.55)
140%	(\$98.75)	120%	(\$99.15)
150%	(\$91.95)	125%	(\$92.35)
160%	(\$85.65)	130%	(\$86.00)
170%	(\$79.65)	135%	(\$80.00)
180%	(\$74.00)	140%	(\$74.30)
190%	(\$68.50)	145%	(\$68.80)
200%	(\$63.00)	150%	(\$63.00)



	Target	Maximum
OIBITDAR	(\$140.4)	(\$63.0)
Performance %	100%	200%
Payout %	100%	200% / 150% DSB

## **EXHIBIT F**

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Delphi Legal Information Website:  
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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
	:	(Jointly Administered)
Debtors.	:	
-----	x	

EX PARTE APPLICATION UNDER 11 U.S.C. § 107(b) AND FED. R. BANKR. P. 9018  
FOR ORDER AUTHORIZING DEBTORS TO FILE REDACTED VERSION OF  
FINANCE OUTSOURCING AGREEMENT

("FINANCE OUTSOURCING REDACTION APPLICATION")

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), intend to file a Motion For Order Under 11 U.S.C. § 363(b) And Fed. R. Bankr. P. 6004 Authorizing Debtors To Enter Into Finance Outsourcing Agreement (the "Finance Outsourcing Motion"). By this Ex Parte Application Under 11 U.S.C. § 107(b) And Fed. R. Bankr. P. 9018 (the "Application"), the Debtors seek authority to redact the Finance Outsourcing Agreement (as defined below) when it is filed as an exhibit to the Finance Outsourcing Motion. In support of the Application, the Debtors respectfully represent as follows:

Background

A. The Chapter 11 Filings

1. On October 8 and 14, 2005, Delphi and certain of its U.S. subsidiaries and affiliates filed voluntary petitions in this Court for reorganization relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended (the "Bankruptcy Code"). The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. This Court entered orders directing the joint administration of the Debtors' chapter 11 cases.

2. No trustee or examiner has been appointed in the Debtors' cases. On October 17, 2005, the Office of the United States Trustee (the "U.S. Trustee") appointed an official committee of unsecured creditors (the "Creditors' Committee"). On April 28, 2006, the U.S. Trustee appointed an official committee of equity holders.

3. This Court has jurisdiction over this application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding under 28 U.S.C. § 157(b)(2).

4. The statutory predicates for the relief requested herein are section 107(b) of the Bankruptcy Code and rule 9018 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules").

B. The Finance Outsourcing Agreement

5. As part of the Debtors' transformation plan, the Debtors intend to transform their salaried workforce to ensure that the company's organizational and cost structure is competitive and aligned with its product portfolio and manufacturing footprint. This will allow the Debtors to reduce their selling, general, and administrative expenses. In furtherance of this goal, the Debtors, in exercising their business judgment, have decided to consolidate many staff administrative functions into a global business services group. The Debtors have sought to reduce the costs associated with financial transaction services by outsourcing such services to a qualified vendor.

6. To achieve this goal, the Debtors have entered into an agreement with Genpact International, LLC ("Genpact") to provide finance outsourcing services to the Debtors. Only a general description of this agreement will be set forth in the Finance Outsourcing Motion to be filed with the Court because the agreement between Genpact and Delphi (the "Finance Outsourcing Agreement") contains detailed descriptions of competitively sensitive business information. Additionally, the Finance Outsourcing Agreement contains certain confidentiality provisions. Therefore, to preserve the confidentiality of these sensitive business terms, and to comply with the confidentiality provisions contained in the Finance Outsourcing Agreement, the Debtors by this Application seek permission to file a redacted version of the Finance Outsourcing Agreement.

Relief Requested

7. By this Application, the Debtors seek entry of an order under 11 U.S.C. § 107(b) and Bankruptcy Rule 9018 authorizing the Debtors to file a redacted version of the Finance Outsourcing Agreement as an exhibit to the Finance Outsourcing Motion.

Basis For Relief

8. The Finance Outsourcing Agreement contains highly sensitive and confidential business terms agreed to between the parties which, if publicly disclosed, could detrimentally affect the Debtors' and Genpact's ability to negotiate terms of future agreements and could affect the competitiveness of the Debtors and Genpact going forward. The Finance Outsourcing Agreement also contains detailed proprietary information describing the business relationship between the parties, which the Debtors believe to be highly sensitive and confidential information not typically disclosed publicly or made available in the automotive industry. Finally, the Finance Outsourcing Agreement contains certain confidentiality provisions which require the Debtors and Genpact to maintain the confidentiality of the terms of the Finance Outsourcing Agreement. It is, therefore, of the utmost importance to the Debtors and Genpact that the sensitive terms of the Finance Outsourcing Agreement be kept confidential so that competitors may not use the information contained therein to gain a strategic advantage over the Debtors or Genpact in the marketplace.

9. Additionally, disclosure of the confidential terms contained in the Finance Outsourcing Agreement is not necessary for the protection of the public, creditors of the Debtors, or third parties, because (a) the Debtors' entry into the Finance Outsourcing Agreement is subject to this Court's approval in any case and (b) the Debtors are prepared to provide a complete copy of the Finance Outsourcing Agreement to (i) the U.S. Trustee, (ii) counsel to the Creditors'

Committee, and (iii) such other parties as ordered by this Court or as agreed to in writing by the Debtors and Genpact.

Applicable Authority

10. Section 107(b) of the Bankruptcy Code provides bankruptcy courts with the power to issue orders that will protect entities from potential harm that may result from the disclosure of certain confidential information. That section provides, in relevant part:

On request of a party in interest, the bankruptcy court shall . . . –

- (1) protect an entity with respect to a trade secret or confidential research, development, or commercial information . . . .

11 U.S.C. § 107(b).

11. Additionally, Bankruptcy Rule 9018 defines the procedures by which a party may move for relief under the section 107(b) of the Bankruptcy Code, and provides that "[o]n motion, or on its own initiative, with or without notice, the court may make any order which justice requires (1) to protect the estate or any entity in respect of a trade secret or other confidential research, development, or commercial information . . . ." Fed. R. Bankr. P. 9018.

12. The Second Circuit has held that section 107(b) and Bankruptcy Rule 9018 do "not require that commercial information be the equivalent of a trade secret before protecting such information." Video Software Dealers Assoc. v. Orion Pictures Corp. (In re Orion Pictures Corp.), 21 F.3d 24, 28 (2d Cir. 1994). Indeed, this Court has stated that it "is required to grant that relief upon the motion of a party in interest, assuming the information is of the type listed in section 107(b)." In re Global Crossing Ltd., 295 B.R. 720, 723 n.7 (Bankr. S.D.N.Y. 2003) (citing In re Orion Pictures Corp., 21 F.3d at 27)). In addition, the Second Circuit has held that a party seeking the sealing of information is required to show only that the

information is confidential and commercial, and need not show "good cause." Video Software Dealers Assoc., 21 F.3d at 28.

13. Here, there is good cause for the relief requested. The Debtors submit that the Finance Outsourcing Agreement contains sensitive commercial information and trade terms, the disclosure of which would be harmful to the Debtors and their businesses and Genpact. The confidential information, including the agreed upon trade terms contained in the Finance Outsourcing Agreement, qualifies as "confidential research, development, or commercial information" worthy of protection under section 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018, as explained by the case law in the Second Circuit. Accordingly, the Court should enter an order authorizing the Debtors to file the Finance Outsourcing Agreement with the Court pursuant to General Order M-242 and requiring the United States Bankruptcy Clerk for the Southern District of New York to file the Finance Outsourcing Agreement, which will be annexed as an exhibit to the Finance Outsourcing Motion, in a redacted state.

14. No prior application for the relief requested herein has been made to this or any other Court.

#### Notice Of Application

15. Pursuant to Bankruptcy Rule 9018, no notice of this Application is required, and in light of the nature of the relief requested in this Application no other or further notice is necessary. Nevertheless, the Debtors will serve a copy of this Application in accordance with the Amended Eighth Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered by this Court on October 26, 2006 (Docket No. 5418). The Debtors request that the Court grant the relief



requested herein without the need for a hearing under 11 U.S.C. § 102(1)(B) so that the Debtors may file the Finance Outsourcing Agreement on March 30, 2006.

Memorandum Of Law

16. Because the legal points and authorities upon which this Application relies are incorporated herein, the Debtors respectfully request that the requirement of the service and filing of a separate memorandum of law under Local Rule 9013-1(b) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York be deemed satisfied.

WHEREFORE the Debtors respectfully request that the Court enter an order (a) authorizing the Debtors to file the Finance Outsourcing Agreement, as an exhibit to the Finance Outsourcing Motion, in a redacted state and (b) granting them such other and further relief as is just.

Dated: New York, New York  
March 29, 2007

SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP

By: /s/ John Wm. Butler, Jr.  
John Wm. Butler, Jr. (JB 4711)  
John K. Lyons (JL 4951)  
Ron E. Meisler (RM 3026)  
333 West Wacker Drive, Suite 2100  
Chicago, Illinois 60606  
(312) 407-0700

- and -

By: /s/ Kayalyn A. Marafioti  
Kayalyn A. Marafioti (KM 9632)  
Thomas J. Matz (TM 5986)  
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(212) 735-3000

Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
: In re : Chapter 11  
: :  
: DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)  
: :  
: Debtors. : (Jointly Administered)  
: :  
-----X

ORDER UNDER 11 U.S.C. § 107(b) AND FED. R. BANKR. P. 9018  
AUTHORIZING DEBTORS TO FILE REDACTED VERSION  
OF FINANCE OUTSOURCING AGREEMENT

("FINANCE OUTSOURCING REDACTION ORDER")

Upon the application, dated March 29, 2007 (the "Application"), of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an order Under 11 U.S.C. § 107(b) And Fed. R. Bankr. P. 9018 Authorizing Debtors To File Redacted Version Of Finance Outsourcing Agreement; and it appearing that pursuant to Fed. R. Bankr. P. 9018, no notice of the relief requested in the Application need be provided; and this Court having determined that the relief requested in the Application is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The Application is GRANTED.
2. Pursuant to 11 U.S.C. § 107(b) and Fed. R. Bankr. P. 9018, the Debtors are authorized to file a redacted version of the agreement between Genpact International, LLC

("Genpact") and Delphi (the "Finance Outsourcing Agreement") as an exhibit to a motion for approval of such agreement that the Debtors intend to file.

3. Unredacted versions of the Finance Outsourcing Agreement (and any confidential, non-public information derived from the Finance Outsourcing Agreement) shall remain confidential and be served on and made available only to (i) the United States Trustee for the Southern District of New York, (ii) counsel to the Official Committee of Unsecured Creditors, and (iii) such other parties as ordered by this Court or as agreed to in writing by the Debtors and Genpact.

4. Except as otherwise agreed to by the Debtors and Genpact, any pleadings filed by a third party in these cases that reference or disclose any of the redacted information contained in the Finance Outsourcing Agreement shall be filed under seal or redacted and served only on those parties authorized to receive the Finance Outsourcing Agreement, as provided for in paragraph 3 of this order.

5. The requirement pursuant to Rule 9013-1(b) of the Local Bankruptcy Rules for the Southern District of New York that the Debtors file a memorandum of law in support of the Application is hereby waived.

6. This Court retains jurisdiction to enforce this order and preserve the confidentiality of the Finance Outsourcing Agreement and the sensitive information contained therein, and to impose sanctions on any person or entity which violates this order.

Dated: New York, New York  
March \_\_, 2007

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UNITED STATES BANKRUPTCY JUDGE

# **EXHIBIT G**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
: In re : Chapter 11  
: :  
: DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)  
: :  
: Debtors. : (Jointly Administered)  
: :  
-----X

ORDER UNDER 11 U.S.C. § 107(b) AND FED. R. BANKR. P. 9018  
AUTHORIZING DEBTORS TO FILE REDACTED VERSION  
OF FINANCE OUTSOURCING AGREEMENT

("FINANCE OUTSOURCING REDACTION ORDER")

Upon the application, dated March 29, 2007 (the "Application"), of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an order Under 11 U.S.C. § 107(b) And Fed. R. Bankr. P. 9018 Authorizing Debtors To File Redacted Version Of Finance Outsourcing Agreement; and it appearing that pursuant to Fed. R. Bankr. P. 9018, no notice of the relief requested in the Application need be provided; and this Court having determined that the relief requested in the Application is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The Application is GRANTED.
2. Pursuant to 11 U.S.C. § 107(b) and Fed. R. Bankr. P. 9018, the Debtors are authorized to file a redacted version of the agreement between Genpact International, LLC

("Genpact") and Delphi (the "Finance Outsourcing Agreement") as an exhibit to a motion for approval of such agreement that the Debtors intend to file.

3. Unredacted versions of the Finance Outsourcing Agreement (and any confidential, non-public information derived from the Finance Outsourcing Agreement) shall remain confidential and be served on and made available only to (i) the United States Trustee for the Southern District of New York, (ii) counsel to the Official Committee of Unsecured Creditors, and (iii) such other parties as ordered by this Court or as agreed to in writing by the Debtors and Genpact.

4. Except as otherwise agreed to by the Debtors and Genpact, any pleadings filed by a third party in these cases that reference or disclose any of the redacted information contained in the Finance Outsourcing Agreement shall be filed under seal or redacted and served only on those parties authorized to receive the Finance Outsourcing Agreement, as provided for in paragraph 3 of this order.

5. The requirement pursuant to Rule 9013-1(b) of the Local Bankruptcy Rules for the Southern District of New York that the Debtors file a memorandum of law in support of the Application is hereby waived.



6. This Court retains jurisdiction to enforce this order and preserve the confidentiality of the Finance Outsourcing Agreement and the sensitive information contained therein, and to impose sanctions on any person or entity which violates this order.

Dated: New York, New York  
March 29, 2007

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

# **EXHIBIT H**

Hearing Date And Time: June 26, 2007 at 10:00 a.m.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
333 West Wacker Drive, Suite 2100  
Chicago, Illinois 60606  
(312) 407-0700  
John Wm. Butler, Jr. (JB 4711)  
John K. Lyons (JL 4951)  
Ron E. Meisler (RM 3026)

- and -

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Four Times Square  
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(212) 735-3000  
Kayalyn A. Marafioti (KM 9632)  
Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:  
Toll Free: (800) 718-5305  
International: (248) 813-2698

Delphi Legal Information Website:  
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

NOTICE OF CHANGE OF OMNIBUS HEARING DATE

PLEASE TAKE NOTICE THAT in accordance with paragraph four of the Amended Eighth Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered on October 26, 2006 (Docket No. 5418), the omnibus hearing scheduled for June 21, 2007 at 10:00 a.m. (Prevailing Eastern Time) in the above-captioned cases has been rescheduled to June 26, 2007 at 10:00 a.m. (Prevailing Eastern Time).

PLEASE TAKE FURTHER NOTICE THAT all deadlines to file notices, motions, applications, briefs, memoranda, affidavits, declarations, or other documents shall be calculated in accordance with the Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered on March 20, 2006 (Docket No. 2883).

Dated: New York, New York  
March 29, 2007

SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP

By: /s/ John Wm. Butler, Jr.  
John Wm. Butler, Jr. (JB 4711)  
John K. Lyons (JL 4951)  
Ron E. Meisler (RM 3026)  
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Chicago, Illinois 60606  
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- and -

By: /s/ Kayalyn A. Marafioti  
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Thomas J. Matz (TM 5986)  
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New York, New York 10036  
(212) 735-3000

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Debtors and Debtors-in-Possession

# **EXHIBIT I**

Hearing Date And Time: June 26, 2007 at 10:00 a.m.

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333 West Wacker Drive, Suite 2100  
Chicago, Illinois 60606  
(312) 407-0700  
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Delphi Legal Information Website:  
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

NOTICE OF CHANGE OF HEARING DATE OF FOURTH FEE AND  
EXPENSE APPLICATIONS OF PROFESSIONALS

PLEASE TAKE NOTICE THAT in accordance with paragraph seven of the Sixth Supplemental Order Under 11 U.S.C. § 331 Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals, entered on December 12, 2006 (Docket No. 6145), the hearing to consider the fourth application for interim or final court approval and allowance of compensation and reimbursement of expenses in the above captioned cases (each, a "Fee Application") originally scheduled for the omnibus hearing on June 21, 2007 at 10:00 am (Prevailing Eastern Time) has been rescheduled to June 26, 2007 at 10:00 am (Prevailing Eastern Time) during the rescheduled omnibus hearing to be held on that date.

PLEASE TAKE FURTHER NOTICE THAT the deadline for filing and serving an objection to any retained professionals' fourth Fee Application is June 19, 2007 at 4:00 p.m. (Prevailing Eastern Time) (the "Objection Deadline").

PLEASE TAKE FURTHER NOTICE that objections, to any retained professionals' fourth Fee Application must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Amended Eighth Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered by this Court on October 26, 2006, as amended (the "Amended Eighth Supplemental Case Management Order") (Docket No. 5418), (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) (registered users of the Bankruptcy Court's case filing system must file electronically, and all other parties-in-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format)), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: General Counsel), (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr.), (iii) counsel for the agent under the Debtors' prepetition credit facility, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017 (Att'n: Kenneth S. Ziman), (iv) counsel for the agent under the postpetition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Att'n: Brian Resnick), (v) counsel for the Official Committee Of Unsecured Creditors, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Att'n: Robert J. Rosenberg and Mark A. Broude), (vii) counsel for the Official Committee Of Equity Security Holders, Fried Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004 (Att'n: Bonnie Steingart),



and (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Att'n: Alicia M. Leonhard), in each case so as to be received by the Objection Deadline.

Dated: New York, New York  
March 29, 2007

SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP

By: /s/ John Wm. Butler, Jr.  
John Wm. Butler, Jr.  
John K. Lyons  
Ron E. Meisler  
333 West Wacker Drive, Suite 2100  
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- and -

By: /s/ Kayalyn A. Marafioti  
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Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession

## **EXHIBIT J**

Hearing Date and Time: June 21, 2007 at 10:00am  
Objection Deadline: June 14, 2007 at 4:00pm

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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NOTICE OF FOURTH INTERIM APPLICATION OF ROTHSCHILD INC. FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES

PLEASE TAKE NOTICE that on March 29, 2007, Rothschild Inc. filed the Fourth Interim Application of Rothschild Inc. for Compensation and reimbursement of Expenses (the "Application") in the above-captioned cases.

PLEASE TAKE FURTHER NOTICE that a hearing to consider approval of the Application will be held on June 21, 2007 at 10:00am (Prevailing Eastern Time) before the Honorable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004 (the "Hearing"). The Hearing may be continued, adjourned or rescheduled from time to time without further notice other than the announcement by the above-captioned Debtors of the adjourned date of the Hearing.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Third Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014


Establishing (I) Omnibus Hearing Dates, (II) Certain Notice, Case Management, And Administrative Procedures, And (III) Scheduling An Initial Case Conference In Accordance With Local Bankr. R. 1007-2(e) (the "Third Supplemental Case Management Order") (Docket No. 3293), (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) – registered users of the Bankruptcy Court's case filing system must file electronically, and all other parties-in-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: General Counsel), (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr.), (iii) counsel for the agent under the Debtors' prepetition credit facility, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017 (Att'n: Kenneth S. Ziman), (iv) counsel for the agent under the postpetition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Att'n: Marlane Melican), (v) counsel for the Official Committee of Unsecured Creditors, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Att'n: Robert J. Rosenberg and Mark A. Broude), (vi) counsel for the Official Committee of Equity Holders, Fried Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004 (vii) Rothschild Inc. 1251 Avenue of the Americas, 51<sup>st</sup> Floor, New York, New York 10020 (Att'n: William R. Shaw); and (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Att'n: Alicia M. Leonhard), in each case so as

to be **received** no later than **4:00pm (Prevailing Eastern Time) on June 14, 2007** (the  
"Objection Deadline").

PLEASE TAKE FURTHER NOTICE that only those objections made as set forth herein and in accordance with the Third Supplemental Case Management Order will be considered by the Bankruptcy Court at the Hearing. If no objections to the Application are timely filed and served in accordance with the procedures set forth herein and in the Third Supplemental Case Management Order, the Bankruptcy Court may enter an order granting the Application without further notice.

Dated: New York, New York  
March 29, 2007

ROTHSCHILD INC.

By:   
William R. Shaw, Director

# **EXHIBIT K**

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Fried, Frank, Harris, Shriver & Jacobson	Brad Eric Sheler Bonnie Steingart Vivek Melwani Jennifer L. Rodburg Richard J. Slivinski	One New York Plaza		New York	NY	10004	212-859-8000	212-859-4000	<a href="mailto:rodbuje@ffhsj.com">rodbuje@ffhsj.com</a> <a href="mailto:sliviri@ffhsj.com">sliviri@ffhsj.com</a>	Counsel to Equity Security Holders Committee
Gorlick, Kravitz & Listhaus, P.C.	Barbara S. Mehlsack	17 State Street	4th Floor	New York	NY	10004	212-269-2500	212-269-2540	<a href="mailto:bmehlsack@gkllaw.com">bmehlsack@gkllaw.com</a>	Counsel for International Brotherhood of Electrical Workers Local Unions No. 663; International Association of Machinists; AFL-CIO Tool and Die Makers Local Lodge 78, District 10; International Union of Operating Engineers Local Union Nos. 18, 101 and 832
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Kennedy, Jennick & Murray	Larry Magarik	113 University Place	7th Floor	New York	NY	10003	212-358-1500	212-358-0207	<a href="mailto:lmagarik@kjmlabor.com">lmagarik@kjmlabor.com</a>	Counsel for The International Union of Electronic, Salaried, Machine and Furniture Workers - Communications Workers of America
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Latham & Watkins LLP	Robert J. Rosenberg Mark A. Broude	885 Third Avenue		New York	NY	10022	212-906-1370 212-906-1384	212-751-4864 212-751-4864	<a href="mailto:robert.rosenberg@lw.com">robert.rosenberg@lw.com</a> <a href="mailto:mark.broude@lw.com">mark.broude@lw.com</a>	Counsel to Official Committee of Unsecured Creditors
Lowenstein Sandler PC	Ira M. Levee	1251 Avenue of the Americas	18th Floor	New York	NY	10020	212-262-6700	212-262-7402	<a href="mailto:ilevee@lowenstein.com">ilevee@lowenstein.com</a>	Counsel for Teachers Retirement System of Oklahoma; Public Employees's Retirement System of Mississippi; Raiffeisen Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenfornds ABP
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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	FAX	EMAIL	PARTY / FUNCTION
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Pension Benefit Guaranty Corporation	Ralph L. Landy	1200 K Street, N.W.	Suite 340	Washington	DC	20005-4026	2023264020	2023264112	<a href="mailto:landy.ralph@pbgc.gov">landy.ralph@pbgc.gov</a>	Chief Counsel for the Pension Benefit Guaranty Corporation
Previant, Goldberg, Uelman, Gratz, Miller & Brueggeman, S.C.	Jill M. Hartley and Marianne G. Robbins	1555 N. RiverCenter Drive	Suite 202	Milwaukee	WI	53212	414-271-4500	414-271-6308	<a href="mailto:jh@previant.com">jh@previant.com</a> <a href="mailto:mgr@previant.com">mgr@previant.com</a>	Counsel for International Brotherhood of Electrical Workers Local Unions No. 663; International Association of Machinists; AFL-CIO Tool and Die Makers Local Lodge 78, District 10
Schiffrin & Barroway, LLP	Michael Yarnoff	280 King of Prussia Road		Radnor	PA	19087	610-667-7056	610-667-7706	<a href="mailto:myarnoff@sbclasslaw.com">myarnoff@sbclasslaw.com</a>	Counsel for Teachers Retirement System of Oklahoma; Public Employes's Retirement System of Mississippi; Raiffeisen Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenforde ABP
Schiffrin & Barroway, LLP	Sean M. Handler	280 King of Prussia Road		Radnor	PA	19087	610-667-7706	610-667-7056	<a href="mailto:shandler@sbclasslaw.com">shandler@sbclasslaw.com</a>	Counsel for Teachers Retirement System of Oklahoma; Public Employes's Retirement System of Mississippi; Raiffeisen Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenforde ABP

# **EXHIBIT L**

Pg 83 of 83  
Delphi Corporation  
Special Parties

COMPANY	CONTACT	ADDRESS1	CITY	STATE	ZIP
Mayer Brown Rowe & Maw LLP	James M Kunick Gregory Manter Mackenzie Phillips	71 S Wacker Dr	Chicago	IL	60606
Wiggin & Dana LLP	Mark Heaphy	One Century Tower	New Haven	CT	06508